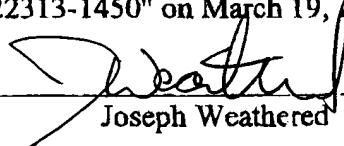




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CERTIFICATE OF MAILING

I hereby certify that this correspondence is being deposited with the United States Postal Service as First Class Mail in an envelope addressed to: "Commissioner for Patents, P.O. Box 1450, Alexandria, VA 22313-1450" on March 19, 2007.


Joseph Weathered

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

APPLICANT(S) : Todd A. HALL, et al.
SERIAL NO. : 10/727,543
FILED : December 5, 2003
FOR : Delivery methods for left ventricular conduit
GROUP ART UNIT : 3733
EXAMINER : Pedro Philogene

Mail Stop Amendment
Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

REVOCATION OF POWER OF ATTORNEY
AND APPOINTMENT OF SUBSTITUTE COUNSEL

Wilk Patent Development Corporation is the owner of the above-identified application by virtue of an assignment provision of an Asset Purchase Agreement enclosed in copy herewith, said assignment being submitted concurrently herewith for recordation in the microfiche records of the U.S. Patent and Trademark Office.

As owner of the entire right, title and interest to the above-identified U.S. patent application, Wilk Patent Development Corporation, has revoked and hereby revokes all previous powers of attorney, including the power of attorney previously granted to the firm of Finnegan, Henderson, Farabow, Garret & Dunner, LLP and to any or all of the members and associates of that firm, and has appointed and hereby appoints R. Noil Sudol, Reg. No. 31,669, Harry D. Coleman, Reg. No. 52,353, and William J. Sapone, Reg. No. 32,418, as its attorneys with full power of

substitution and revocation to prosecute the above-identified application and
transact all business in the Patent and Trademark Office connected therewith.

Please address all future correspondence regarding this application to:

R. Neil Sudol
COLEMAN SUDOL SAPONE, P.C.
714 Colorado Avenue
Bridgeport, Connecticut 06605-1601

Direct all telephone calls to R. Neil Sudol at (203) 366-3560

Respectfully submitted,

By: Peter J. Wilk
Peter J. Wilk
President

Dated: 3/19/07

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ASSET PURCHASE AGREEMENT

BETWEEN

Percardia, Inc.

AND

Wilk Patent Development Corporation

ASSET PURCHASE AGREEMENT

This Asset Purchase Agreement (the "Agreement") is made and entered into as of the ____ day of January, 2007, by and between Percardia, Inc. (hereinafter referred to as "PERCARDIA") and Wilk Patent Development Corporation (hereinafter referred to as "WILK PATENT"), who may sometimes be referred to collectively as "the parties".

WHEREAS, PERCARDIA is the owner by assignment or otherwise of certain U.S. and foreign patents and patent applications identified in Appendix A attached hereto claiming, among other things, methods and devices for ventricular sourcing (connecting the left ventricle with coronary vessels), myocardial regeneration (agent delivery from myocardial implant), multiple element stent delivery within the heart, and puncture/stent delivery devices (collectively, the "Percardia Patents");

WHEREAS, WILK PATENT wishes to purchase from PERCARDIA the Percardia Patents; and

WHEREAS, PERCARDIA wishes to sell and assign the Percardia Patents to WILK PATENT in accordance with the terms of this Agreement;

NOW THEREFORE, in consideration of the mutual promises, conditions, covenants and representations contained herein and intending to be legally bound hereby, PERCARDIA and WILK PATENT agree as follows:

ARTICLE II

ASSIGNMENT OF PATENT RIGHTS

2.01 Assignment of Percardia Patents

In consideration of (i) _____ to be paid upon the execution of this Agreement, and (ii) grant of the Segmented Stent Payment Rights pursuant to Section 6.01 (collectively, the "Purchase Price"), PERCARDIA does hereby sell, transfer, assign and set over to WILK PATENT, all its right, title and interest in the Percardia Patents and any continuation, division, or continuation-in-part applications derived therefrom, including any reissue, reexamination or extension, including any foreign counterparts thereof, the same to be held and enjoyed by WILK PATENT, for its own use and enjoyment and the use and enjoyment of its successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by PERCARDIA if this agreement and sale had not been made, together with all claims for damages by reason of past infringement of the aforesaid Patents with the right to sue for and collect the same for WILK PATENT's own use and enjoyment, and for the use and enjoyment of WILK PATENT successors, assigns or other legal representatives. This assignment shall be construed as being effective as of the date hereof.

ARTICLE III

TRANSFER OF KNOW-HOW

3.01 Assignment of Know-How

In further consideration of the Purchase Price, PERCARDIA does hereby sell, transfer, assign and set over to WILK PATENT, all its right, title and interest to all know-how, technical,

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IN WITNESS WHEREOF, the parties hereto have set their hands and seal as of the day and year first above written.

WILK PATENT DEVELOPMENT CORP.


PERCARDIA, INC.

By: _____
Peter J. Wilk, President

By: 
Nancy Briefs, Chief Executive Officer

ATTEST:

ATTEST:



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ADDENDUM

Horizon Technology Funding Company LLC is a creditor of Percardia, Inc. Horizon has reviewed the attached Agreement. Horizon agrees to and acquiesces in the sale and transfer of the Percardia Patents as defined in the Agreement and hereby releases Wilk Patent Development Corporation from any claims that Horizon might otherwise have on the Percardia Patents.

HORIZON TECHNOLOGY FUNDING
COMPANY LLC

By: Robert D. Pomeroy, Jr.
Name: Robert D. Pomeroy, Jr.
Position: Managing Member
Date: _____

USE	
09/710,884 (07883.0005-02) STENT DELIVERY SYSTEM AND METHOD OF USE	Issued 6/25/02 USP 6,409,751
09/796,590 (07883.0005-03) STENT DELIVERY SYSTEM AND METHOD OF USE	Issued 5/14/02 USP 6,387,119
10/092,916 (07883.0005-05) STENT DELIVERY SYSTEM AND METHOD OF USE	Issued 2/24/04 USP 6,694,983
10/625,536 (07883.0005-06) STENT DELIVERY SYSTEM AND METHOD OF USE	Pending Published 9/23/04 US 2004/0186507 A1 Awaiting Office Action
10/727,543 (07883.0005-07) STENT DELIVERY SYSTEM AND METHOD OF USE	Pending Published 6/24/04 US 2004/0118415 A1 Final due date for filing response to Office Action is 3/19/07
09/368,393 (07883.0007) VALVE DESIGNS FOR LEFT VENTRICULAR CONDUITS	Issued 11/4/03 USP 6,641,610
10/463,798 (07883.0007-01) VALVE DESIGNS FOR LEFT VENTRICULAR CONDUITS	Issued 3/14/06 USP 7,011,095
11/300,513 (07883.0007-02) VALVE DESIGNS FOR LEFT VENTRICULAR CONDUITS	Pending Published 5/25/06 US 2006/0111660 A1 Awaiting Office Action
09/369,048 (07883.0008)	Issued 9/18/01